

EXHIBIT A

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Tempur Sealy International, Inc. and its affiliates*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Case No. 18-23538-RDD
	:	
SEARS HOLDING CORPORATION, <i>et al.</i> ,	:	Chapter 11
	:	
Debtors. ¹	:	(Jointly Administered)
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**ORDER GRANTING MOTION TO ALLOW AND REQUIRE PAYMENT OF
503(b)(9) CLAIMS OF TEMPUR SEALY INTERNATIONAL & AFFILIATES**

This matter is before the Court on that Motion for Order (A) Allowing And Requiring
Payment Of 503(b)(9) Claims Of Tempur Sealy International & Affiliates; Or, In The Alternative,

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brand Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

(B) Directing Debtors To Set-Aside A Reserve From Future Distributions Under The Administrative Expense Claims Consent Program For The Benefit Of Such Claims (the “**Motion**”). Having reviewed the relevant submissions, authorities, and being otherwise sufficiently advised,

IT IS HEREBY ORDERED THAT

1. The Motion is granted to the extent set forth herein.
2. Pursuant to 11 U.S.C. § 503(b)(9), Tempur Sealy International, Inc. and its affiliates, Sealy Mattress Manufacturing Co., LLC, Tempur-Pedic North America, LLC, Sealy Mattress Company of Puerto Rico and Comfort Revolution, LLC (collectively, “Tempur”) hold an allowed administrative claim against debtor Sear, Roebuck and Co. (“Sears”) in the amount of \$2,398,655.12 for goods that debtor Sears received from Tempur during the twenty day period preceding the Petition Date and which claim appears as claim number 13224 in Prime Clerk’s electronic claims register (the “Priority Claim”).
3. The Priority Claim shall receive its *pro rata* share of all future distributions made to the holders of Non Opt-Out Settled Admin Claims, as and when made, pursuant to the terms of the Consent Program until such time as Tempur received distributions totaling 80% of the allowed Priority Claim amount which amount is \$1,918,924.10.²
4. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Dated: _____
White Plains, New York

The Honorable Robert D. Drain
United States Bankruptcy Judge

² All capitalized terms not otherwise defined herein shall have the meanings assigned to them in the Motion.